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August 27, 1999

Taleda Stokes
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

RECORDATION NO. ~~21808-B~~ FILED

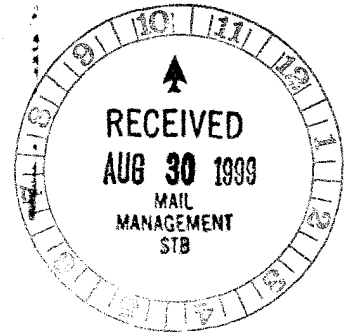
SEP 14 '99

9-00 AM

RECORDATION NO. 20972-D FILED

SEP 14 '99

9-00 AM



Dear Taleda,

Enclosed are three (3) originals of the Memorandum of Lease Extension dated as of August 13, 1999, which is intended to extend Lease dated 10/28/97 recordation #20972 between the following parties: This is a secondary document.

Lessor: CIT GROUP/EQUIPMENT FINANCING IN

Lessee: ARCHER DANIELS MIDLAND COMPANY

The equipment involved in this transaction is as follows:

Equipment: 99- 5420 C.F. COVERED HOPPER RAILCARS

Please file this Memorandum as a supplementary document to Recordation No. 20972 and return TWO (2) stamped original to my attention. A check covering the filing fee of \$26.00 is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler
Administrator

MEMORANDUM OF LEASE EXTENSION

THIS MEMORANDUM OF LEASE EXTENSION dated as of this 13th day of August 1999, is made by Archer Daniels Midland Company, a Delaware corporation, with an address at 4666 Faries Parkway, P.O. Box 1470, Decatur, IL 62525 (the "Lessee"), and The CIT Group/Equipment Financing, Inc., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor" and, together with the Lessee, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Lease Extension Certificate (the "Certificate") dated as of 8/13/99 covering the equipment listed on Schedule A hereto (the "Equipment") and extending a Railroad Equipment Lease originally dated as of August 29, 1997 (the "Lease"); pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on October 28, 1997 as No. 20972.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Certificate, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby extends the Lease and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Certificate, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.,

By: [Signature]
Name: _____
Title: _____

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ARCHER DANIELS MIDLAND COMPANY,

By: [Signature]
Name: _____
Title: Senior Vice President-Transportation

Schedule A

<u>Quantity</u>	<u>Equipment Description</u>	<u>Reporting Marks and Numbers</u>
99	5420 c.f. capacity aluminum covered hopper railcars, built by Johnstown America in 1996, equipped w/ trough hatches and gravity outlet gates.	CEFX 70000 - 70098